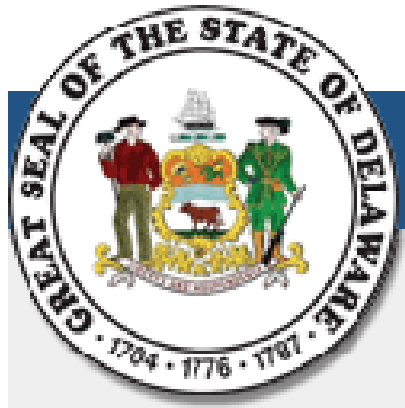


STATE OF DELAWARE



**Office of Management and Budget
122 William Penn Street
Dover, DE 19901**

**Request For Proposals For
Special Labor Relations Counsel**

Bid Number: 08272010OMBLR

Bid Closing: August 27, 2010; 3:00 p.m. ET

REQUEST FOR PROPOSALS FOR SPECIAL LABOR RELATIONS COUNSEL ISSUED BY THE STATE OF DELAWARE

Executive Summary

The State of Delaware, Office of Management and Budget (“OMB”), is issuing this Request for Proposals (“RFP”). OMB seeks to engage a law firm[s] to act as Special Labor Relations Counsel (“Special Counsel”) in proceedings under the Public Employment Relations Act, 19 *Del.C.* Chapters 13 and 16, or as prescribed under the terms of a collective bargaining agreement.

OMB assumes the central leadership role for the executive branch over all collective bargaining negotiations with employee organizations and matters before the Public Employment Relations Board (“PERB”). OMB, on behalf of the State, approves and signs all collective bargaining agreements and any other agreement or arrangements made involving employee organizations that represent employees subject to executive branch authority. Collective bargaining rights for state employees are controlled by 19 *Del.C.* Chapters 13 and 16.

OMB anticipates that, after conducting interviews, it will select one firm to act as Special Counsel on behalf of the OMB. OMB reserves the right to award multiple contracts if it determines such an award is in the best interest of the State of Delaware (State”).

This RFP will define the scope of the work to be performed, the requirements the vendor (“Vendor”) must address, the method for response and the administrative requirements that must be followed. OMB will advise potential Vendors of changes to any dates as may be necessary. OMB also reserves the right to modify and/or cancel this solicitation at any time during the RFP process.

RFP Schedule

ID	Date/Time	Activity
1	August 13, 2010	Request for Proposal issued, posted on the State’s website at http://bids.delaware.gov and the Attorney General’s website at http://attorneygeneral.delaware.gov .
2	August 20, 2010	All Vendor questions regarding RFP are due
2	August 23, 2010	State issues answers to questions regarding the RFP via the State of Delaware website at http://bids.delaware.gov and the Attorney General’s website at http://attorneygeneral.delaware.gov
5	August 27; 3:00 p.m. ET	RFP Response due date
4	September 1, 2010	Begin Vendor Interviews (subject to change)
5	September 6, 2010	Begin Negotiations (subject to change)
6	September 10, 2010	Contract awarded (subject to change)

All interested firms should submit: (1) an original and 5 bound copies of their proposals ("Proposal") to the contact person and (2) an electronic copy to cynthia.collins@state.de.us. Proposals may be mailed or hand-delivered for receipt no later than 3:00 p.m. ET on August 27, 2010 ("Closing Date"). All timely Proposals become the property of the State. Requests for extensions of the Closing Date will not be granted. Any Proposal, or request for modification received after 3:00 p.m. ET on the Closing Date is late and may not be considered. The Proposals may be delivered by Express Delivery (e.g., FedEx, UPS, etc.), U.S. Mail, or by hand. Proposals shall be submitted to:

Cynthia L. Collins
Director of Outside Counsel
Deputy Attorney General
Carvel State Building
820 N. French Street, 6th Floor
Wilmington, Delaware 19801
Direct Dial: (302) 577-8405
Fax: (302) 577-6630
Email: Cynthia.Collins@state.de.us

Each proposal must be accompanied by a transmittal letter, which briefly summarizes the proposing firm's interest in providing the required professional services. The transmittal letter must also clearly state and justify any exceptions to the requirements of the RFP, which the applicant may have taken in presenting the Proposal. OMB reserves the right to deny any and all exceptions taken to the RFP requirements.

The cost of preparing Proposals will be borne solely by the offerors. Proposals shall address all the questions posed by the Issuers in the order in which they appear in this request.

RFP Designated Contact:

Please submit all questions and requests for information to:

Cynthia L. Collins
Director of Outside Counsel
Deputy Attorney General
Carvel State Building
820 N. French Street, 6th Floor
Wilmington, Delaware 19801
Direct Dial: (302) 577-8405
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All questions submitted, along with answers will be consolidated into a single Q&A document. The source of the questions will not be disclosed in the document. The Q&A document will be posted on the State's website at <http://bids.delaware.gov> and the Attorney General's website at <http://attorneygeneral.delaware.gov>.

1.0 GENERAL INFORMATION

1.01 Project Scope and Objectives

The State seeks qualified firms and individuals to provide legal advice and representation to the OMB concerning Public Sector Labor Law in the Interest Arbitration process under 19 *Del.C.* Chapters 13 and 16, or as prescribed by the terms of a collective bargaining agreement.

Special Counsel will represent OMB in arbitration hearings, appeals to the full Public Employment Relations Board, appeals to the Court of Chancery, appeals to the Delaware Supreme Court and any other related litigation. Duties will include litigation preparation, depositions, witness preparation, persuasive memoranda and other written argument including closing briefs.

1.02

Selected Special Counsel will work with the Deputy Attorney General (“DAG”) assigned to OMB as the Coordinating Attorney for this engagement and with OMB Staff. All advice is to be provided to the DAG and OMB.

2.0 MINIMUM REQUIRED QUALIFICATIONS

2.01 Experience

- A. The Vendor must have been in business at least three (3) years.
- B. The Vendor should have at least five (5) or more years of prior experience in representing clients before the Delaware courts.
- C. The Vendor should have at least five (5) years experience in the field of public sector labor law, including collective bargaining, grievance arbitration, binding interest arbitration and related litigation.
- D. The Vendor must designate a lead attorney licensed to practice law with five (5) or more years of public sector labor law experience in the above areas.

2.02 Professional Liability Insurance

The Vendor shall agree to maintain in full force and effect during the term of the engagement professional liability insurance in an aggregate amount of not less than \$2 million. In order to satisfy this requirement, the Vendor must:

- A. Include a statement in its Proposal affirmatively responding to this requirement; and
- B. Include in its Proposal either:
 - 1) A certificate of insurance or letter from its insurer demonstrating that the Vendor meets this requirement, or
 - 2) A commitment letter or other evidence, satisfactory to the contact person, that Vendor will have such coverage as of the date the engagement commences.

If the Vendor is a joint venture, and one party of the joint venture does not presently have such liability insurance, this requirement may be satisfied if the members of the joint venture include in their proposal evidence, satisfactory to the contact person, that all members of the joint venture will have such coverage as of the date the engagement commences, either through actual insurance policies or an indemnity agreement by the properly insured firm, in form and substance acceptable to OMB.

2.03 Vendor's Capacity

Each Vendor must demonstrate the capacity to perform the type of services needed by OMB described in Section 1.01 above. The Vendor must be available at all times to render services required under the engagement.

3.0 TECHNICAL PROPOSAL FORMAT

The following information shall be provided in each proposal in the order listed below. A Vendor is expected to provide a response for each requirement listed in this RFP. Failure to respond to any request for information within this proposal may result in rejection of the proposal at the sole discretion of the OMB.

3.01 General

All technical proposals shall be prepared with a concise description of the Vendor's capabilities to satisfy the minimum qualifications of Section 2 above and the information requested under Section 3 below. Vendors should organize their proposals so that their responses correspond to the specific subsections to the extent possible without unnecessary repetition.

3.02 Required Information

The proposal shall contain the information described below. Joint ventures should provide the information separately for each firm.

- A. Vendor's Experience

1. General Information:

- (i) Please provide a list of the jurisdictions the members of your firm are licensed in and the status of their licenses (only list those who are expected to be assigned to this engagement).
- (ii) Please provide a statement attesting to the fact that the Vendor is in compliance with all federal, state and local laws and regulations and all tax obligations.
- (iii) Within the past three years, have there been any significant developments in your firm such as changes in ownership or restructuring? Do you anticipate any significant changes in the future? Please describe.
- (iv) Has your firm or an attorney in your firm's employ even been disciplined or censured by any regulatory body? If so, describe the principal facts.
- (v) Within the last five years, has your firm, or a partner or attorney in your firm, been involved in litigation or other legal proceedings relating to provision of legal services? If so, provide an explanation and indicate the current status or disposition.
- (vi) Please describe your firm's backup procedures in the event one or more attorneys assigned to OMB leave the firm. Identify the key attorney who will be the primary contact and lead counsel in providing services to OMB, whose continuing status as such is an essential element of this contract.

2. Public Sector Labor Law Experience:

- (i) Provide a list of the Vendor's experience in representing state or other governmental entities in Binding Interest Arbitration matters related to contract negotiations during the last five (5) years;

- (ii) Describe in detail three (3) of the representations listed above, identify the parties to the representations, the dispute between the parties and the outcome;
- (iii) Describe three (3) representations of a governmental entity, in which a dispute was submitted to Interest Arbitration;
- (iv) Provide a detailed description of your labor relations practice and describe any experience in representing public sector entities in collective bargaining matters;
- (v) Describe the Vendor's experience in Delaware state courts during the last five (5) years related to public sector labor law issues; and
- (vi) Provide a brief description of areas of the law related to the purpose of this RFP in which the Vendor has an expertise, including, but not limited to constitutional law and contract law.

B. Conflicts of Interest.

1. OMB is interested in avoiding even the appearance of impropriety or conflict and, therefore, any doubts in this regard must be resolved in favor of full disclosure. The successful firm(s) shall be required to conform in all respects to the provisions of the Delaware Lawyers' Rules of Professional Conduct, including those relating to conflicts of interest. The successful firm, and its personnel who will perform work for OMB, must have no financial or business interest directly or indirectly involving OMB. Even though the firm's employees are not State employees, the firm should read and be familiar with the terms of 29 Del. C. c. 58 "Laws Regulating the Conduct of Officers and Employees of the State" so as to assist OMB's employees in avoiding any improper conduct.
2. Prior to submitting its Proposal each Vendor shall complete a conflicts check for the State, OMB and other state agencies. Each Vendor shall identify any conflicts of interest which may arise if the Vendor serves as Special Counsel and shall describe in its Proposal how it proposes to deal with such conflicts. Conflicts may arise not only

from attorneys' names on the contract but also from representation of parties involved in the transactions or other matters involving the State, by any member of the firm, regardless of whether that attorney is in the same office or a different office of the firm.

3. In general if a conflict of interest arises, the Vendor should be willing to continue to represent OMB and be in a position to inform other existing or potential clients that they must find representation elsewhere in particular situations. The State may entertain a request for a waiver of a Vendor's representation of a party in litigation involving a unit of State government other than OMB, but does not expect to waive any other conflicts. The State, reserves the right, in its sole discretion, to select another approved law firm to work on a particular matter if a conflict is not resolved to its satisfaction.
4. The State recognizes that Vendors may have conflicts due to previous representations. The State encourages Vendors with conflicts to submit proposals, identify the conflicts and describe recommended resolutions

4.0 PRICE PROPOSAL FORMAT

4.01 Billing Rates

- A. Current billing rates for all attorneys assigned to represent OMB, pursuant to this RFP and applicable discounts;
- B. Current billing rates for all para-professionals assigned to represent OMB, pursuant to this RFP and applicable discounts;
- C. No compensation will be permitted for the services of law clerks and law school graduates not admitted to practice.

4.02 Alternative Pricing Proposals

Although each Vendor is required to submit a price proposal containing the information set forth in Part 4.1, OMB will also accept proposals for alternative billing arrangements that enhance the value and efficiency of the services to be provided. The Vendor may submit a statement, not more than one page in length, with respect to any alternative pricing proposal.

5.0 EVALUATION OF PROPOSALS

The selection committee shall evaluate the proposals. During the evaluation process the selection committee may, at its discretion, request any or all firms to make oral presentations or participate in a formal interview. Such presentation or interviews will provide firms with an opportunity to answer questions about a firm's Proposal. Not all firms may be asked to make an oral presentation or to attend an interview.

5.01 Selection Criteria

The selection of the firm to provide legal services will be based on an evaluation of the Proposals to determine which Proposal reflects the best value to OMB and the State, with technical factors generally being considered more important than cost of services. The selection of the firm to provide legal services will be based upon the following technical factors in descending order of importance.

- A. Experience of the firm and the individual attorneys representing governmental entities in public sector labor relations matters, including grievance arbitration, binding interest arbitration, and collective bargaining;
- B. Experience of the firm and the individual attorneys representing clients in public sector labor relations matters, including grievance arbitration, binding interest arbitration, and collective bargaining;
- C. Experience of the firm and the individual attorneys in administrative proceedings and before Delaware courts;
- D. Experience of the firm and the individual attorneys representing governmental agencies generally;
- E. Describe three (3) representations of a governmental entity, in which a collective bargaining dispute was submitted to Interest Arbitration;
- F. Administrative structure of representation (i.e., proposed staffing assignments), soundness of approach to representation and understanding of the needs of OMB; and
- G. References and recommendations of other clients.

5.02 Contract Negotiation

OMB intends on opening negotiations with Vendors that OMB determines have a reasonable likelihood of being awarded a contract based on the proposals that are

submitted. Negotiations will focus on any technical weaknesses or deficiencies in proposals as well as cost and pricing issues.

A written contract with each of the selected the Vendors will be required. Each Vendor will be required to comply with the Delaware Department of Justice Outside Counsel Billing Policy, attached hereto as Exhibit A. Each contract must be approved by the Governor of the State of Delaware and the Attorney General of the State of Delaware pursuant to 29 *Del. C.* § 2507.

5.03 Contract Award

OMB reserves the right to award all, part, or none of this contract. OMB intends to award contracts to more than one law firm if deemed appropriate and desirable.